

AGENDA
EXECUTIVE COMPENSATION COMMITTEE OF THE
EL CAMINO HOSPITAL BOARD OF DIRECTORS

Tuesday, September 13, 2022 – 4:00pm
 El Camino Hospital | 2500 Grant Road, Mountain View, CA 94040

PURSUANT TO GOVERNMENT CODE SECTION 54953(e)(1), EL CAMINO HEALTH **WILL NOT BE PROVIDING A PHYSICAL LOCATION TO THE PUBLIC FOR THIS MEETING**. INSTEAD, THE PUBLIC IS INVITED TO JOIN THE OPEN SESSION MEETING VIA TELECONFERENCE AT:

1-669-900-9128, MEETING CODE: 969 6331 5269#. No participant code. Just press #.

PURPOSE: To assist the El Camino Hospital (ECH) Board of Directors (“Board”) in its responsibilities related to the Hospital’s executive compensation philosophy and policies. The Executive Compensation Committee shall advise the Board to meet all applicable legal and regulatory requirements as it relates to executive compensation.

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
1. CALL TO ORDER/ROLL CALL	Bob Miller, Chair		4:00 - 4:01pm
2. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		4:01 – 4:02
3. PUBLIC COMMUNICATION a. Oral Comments <i>This opportunity is provided for persons in the audience to make a brief statement, not to exceed three (3) minutes on issues or concerns not covered by the agenda.</i> b. Written Correspondence	Bob Miller, Chair		information 4:02 – 4:05
4. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i> Approval a. Minutes of the Open Session of the ECC Meeting (03/03/2022) b. Minutes of the Open Session of the ECC Meeting (05/18/2022) c. Minutes of the Open Session of the ECC Meeting (06/24/2022) Information d. Progress against FY23 Committee Goals/Pacing Plan	Bob Miller, Chair	<i>public comment</i>	motion required 4:05 – 4:06
5. REPORT ON BOARD ACTIONS	Dan Woods, CEO		information 4:06 – 4:11
6. PROPOSED FY22 ORGANIZATIONAL PERFORMANCE INCENTIVE PLAN SCORE	Dan Woods, CEO	<i>public comment</i>	possible motion 4:11 – 4:26
7. ADJOURN TO CLOSED SESSION	Bob Miller, Chair		motion required 4:26 – 4:27
8. POTENTIAL CONFLICT OF INTEREST DISCLOSURES	Bob Miller, Chair		information 4:27 – 4:28

AGENDA ITEM	PRESENTED BY		ESTIMATED TIMES
<p>9. CONSENT CALENDAR <i>Any Committee Member or member of the public may remove an item for discussion before a motion is made.</i></p> <p>Approval <i>Gov't Code Section 54957.2:</i></p> <ul style="list-style-type: none"> a. Minutes of the Closed Session of the ECC Meeting (05/18/2022) b. Minutes of the Closed Session of the ECC Meeting (06/24/2022) 	Bob Miller, Chair		motion required 4:28 – 4:30
<p>10. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters: Proposed FY22 Individual Performance Incentive Plan Scores</p>	Dan Woods, CEO		possible motion 4:30 – 4:40
<p>11. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY22 Performance Incentive Plan Payouts 	Dan Woods, CEO		possible motion 4:40 - 4:50
<p>12. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY23 Individual Executive Strategic Pick Goals (COO & CGO) 	Dan Woods, CEO		possible motion 4:50 - 4:55
<p>13. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</p> <ul style="list-style-type: none"> a. Executive Market Analysis b. Proposed FY23 Executive Salary Ranges 	Dan Woods, CEO Heidi O'Brien, Mercer		possible motion 4:55 – 5:20
<p>14. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY23 Executive Base Salaries 	Dan Woods, CEO		possible motion 5:20 – 5:30
<p>15. Gov't Code Section 54957 and 54957.6 for a report and discussion on personnel matters:</p> <ul style="list-style-type: none"> - Proposed FY23 CEO Base Salary Range 	Bob Miller, Chair		discussion 5:30 – 5:40
<p>16. ADJOURN TO OPEN SESSION</p>	Bob Miller, Chair		motion required 5:40 – 5:41
<p>17. RECONVENE OPEN SESSION/ REPORT OUT</p> <p>To report any required disclosures regarding permissible actions taken during Closed Session.</p>	Bob Miller, Chair		information 5:41 - 5:42
<p>18. PROPOSED FY23 CEO BASE SALARY RANGE</p>	Bob Miller, Chair	<i>public comment</i>	possible motion 5:42 – 5:43
<p>19. CLOSING COMMENTS</p>	Bob Miller, Chair		discussion 5:43 – 5:44
<p>20. ADJOURNMENT</p>	Bob Miller, Chair	<i>public comment</i>	motion required 5:45 pm

Upcoming Regular Meetings: November 3, 2022; March 2, 2023; May 4, 2023

Upcoming Board & Committee Education Meetings: January 18, 2023; March 8, 2023